CARTER LEDYARD & MILBURN LLP
Judith A. Lockhart
Madelyn K. White
2 Wall Street
New York, New York 10005
(212) 732-3200
lockhart@clm.com
white@clm.com

-and-

GLASER WEIL FINK HOWARD AVCHEN & SHAPIRO LLP

Sean Riley (admitted pro hac vice)
Lauren Bragin (admitted pro hac vice)
10250 Constellation Blvd., 19th Floor
Los Angeles, CA 90067
(310) 553-3000
SRiley@GlaserWeil.com
LBragin@GlaserWeil.com

Attorneys for FremantleMedia North America, Inc.

----X

UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

INSPIRED CAPITAL, LLC, and ERICA GARY, derivatively on behalf of INSPIRED FOOD SOLUTIONS, LLC,

Plaintiffs,

vs.

CONDE NAST, an unincorporated division of Advance Magazine Publishers, Inc., and FREMANTLEMEDIA NORTH AMERICA, Inc., a foreign corporation,

Defendants.

No. 18-cv-00712 (JFK)

REPLY MEMORANDUM OF LAW IN FURTHER SUPPORT OF DEFENDANT FREMANTLEMEDIA NORTH AMERICA, INC.'S MOTION TO DISMISS THE COMPLAINT

Defendant FremantleMedia North America, Inc. ("Fremantle") respectfully submits this reply memorandum of law, and further adopts and relies on the Reply Memorandum of Law in Further Support of Motion to Dismiss the Complaint submitted by Condé Nast on May 23, 2018, in further support of Fremantle's motion to dismiss the Complaint pursuant to Fed. R. Civ. P.

12(b)(6) and 12(b)(7).

As previously stated, Fremantle serves as Condé Nast's licensing agent and authorized representative. Complaint ¶ 9, Ex. C. at 1. The allegations set forth in the Complaint against Fremantle and Condé Nast are substantively identical. More specifically, all of the causes of action in the Complaint are asserted against Condé Nast and Fremantle and the allegations forming the basis of these claims are all commonly asserted against Condé Nast and Fremantle (see e.g. Complaint ¶¶ 31-88). Accordingly, for the same reasons set forth in Condé Nast's Reply Memorandum of Law in Further Support of Motion to Dismiss the Complaint filed on May 23, 2018, Fremantle joins Condé Nast in respectfully requesting that the Motion to Dismiss be granted and the Complaint be dismissed in its entirety and with prejudice.

-rest of page left intentionally blank-

Dated: New York, New York May 23, 2018

CARTER LEDYARD & MILBURN LLP

Judith A. Lockhart Madelyn K. White 2 Wall Street New York, New York 10005

(212) 238-8603 lockhart@clm.com white@clm.com

-and-

GLASER WEIL FINK HOWARD AVCHEN & SHAPIRO LLP

Sean Riley (admitted pro hac vice)
Lauren Bragin (admitted pro hac vice)
10250 Constellation Blvd., 19th Floor
Los Angeles, CA 90067
(310) 553-3000
SRiley@GlaserWeil.com
LBragin@GlaserWeil.com
Attorneys for Defendant FremantleMedia North
America, Inc.